

Attachment 17

Exhibit H to Declaration of Martijn Groeneweg

Hi Tim and Ed,

This document describes the current situation that software owned by dmarcian Europe BV can't be sold by dmarcian, Inc. nor Dmarcian Asia Pacific Pty Ltd to customers as there's no license agreement in place to do so. Before this problem is solved new software including but not limited to DMARC delegation can't go live on other instances than the EU instance. This document describes a detailed solution for the above problem as well.

Two other things I would like to mention, which are not further described in this document, but needs attention:

1. As agreed on January 22, 2016, the creditcard revenue from subscriptions on the EU instance is revenue of dmarcian Europe BV since January 22, 2016.
2. I would like to discuss how dmarcian, Inc. and dmarcian Europe BV can work more separate from each other, but still keep working under 1 brand. The main reason is that the different markets need a different approach and focus. In my opinion dmarcian Europe BV is able to grow faster when working more independent from dmarcian, Inc. and probably vice versa as well.

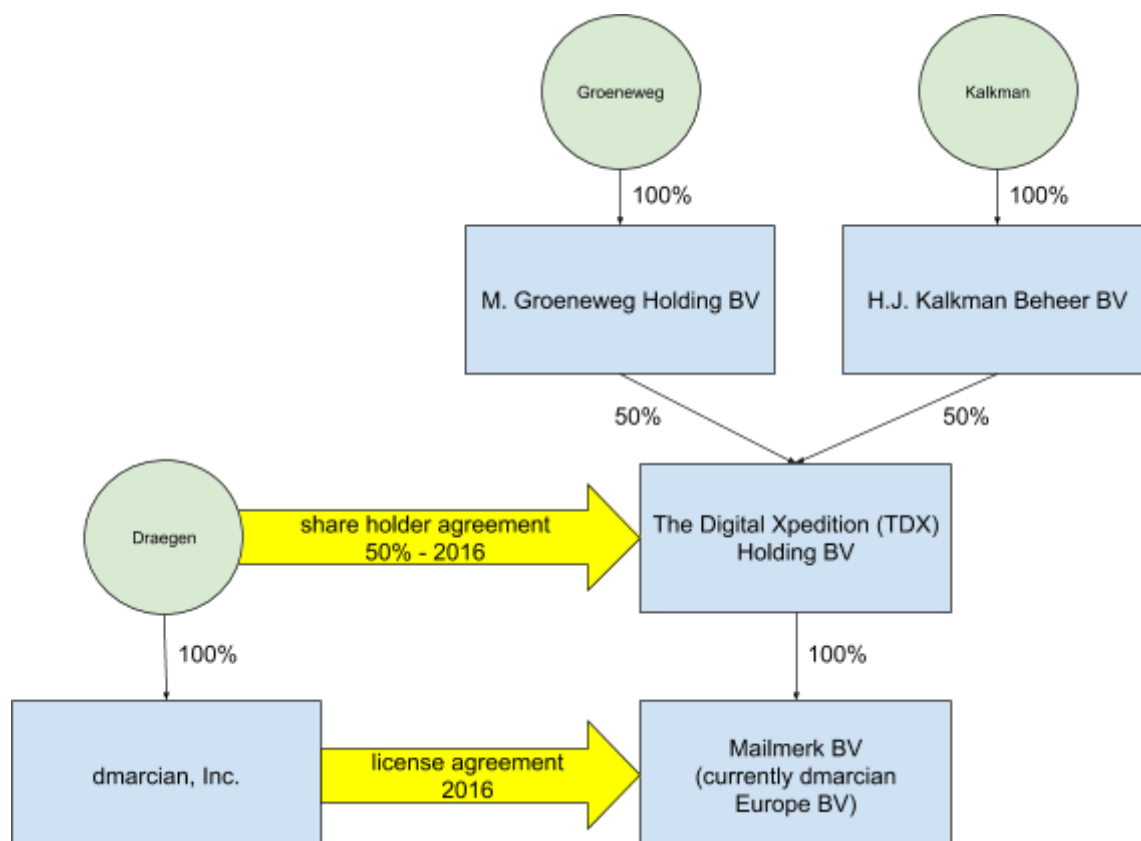
Regards,
Martijn Groeneweg
dmarcian Europe BV
Mobile +31651284506

2016-01-22 // agreement Tim/The Digital Xpedition (TDX) Holding BV and dmarcian, Inc./Mailmerk BV

January 22, 2016 Tim (at that time also the 100% owner of dmarcian, Inc.) visited The Netherlands to finalize negotiations with Martijn (representing The Digital Xpedition (TDX) Holding BV) in a shareholder agreement and an operational license agreement as follows:

1. Shareholder agreement between Tim and The Digital Xpedition (TDX) Holding BV
 - a. Tim gets an option to buy 50% of Mailmerk BV at a price of 1 euro
2. Operational and license agreement between dmarcian inc and Mailmerk BV
 - a. Perpetual and exclusive free license for SaaS Software from dmarcian, Inc. to Mailmerk BV.
 - b. dmarcian, Inc. will take care of software development.
 - c. Mailmerk BV becomes dmarcian Europe BV exclusively handling all dmarcian customers from Russia, Europe and Africa.
 - d. All revenue generated from dmarcian customers from Russia, Europe and Africa will be dmarcian Europe BV revenue.
 - e. Both dmarcian, Inc. and dmarcian Europe BV keep operating as separate entities under 1 brand.

January 22, 2016 the shareholder business structure of dmarcian, Inc and Mailmerk BV including the agreements above was as follows.



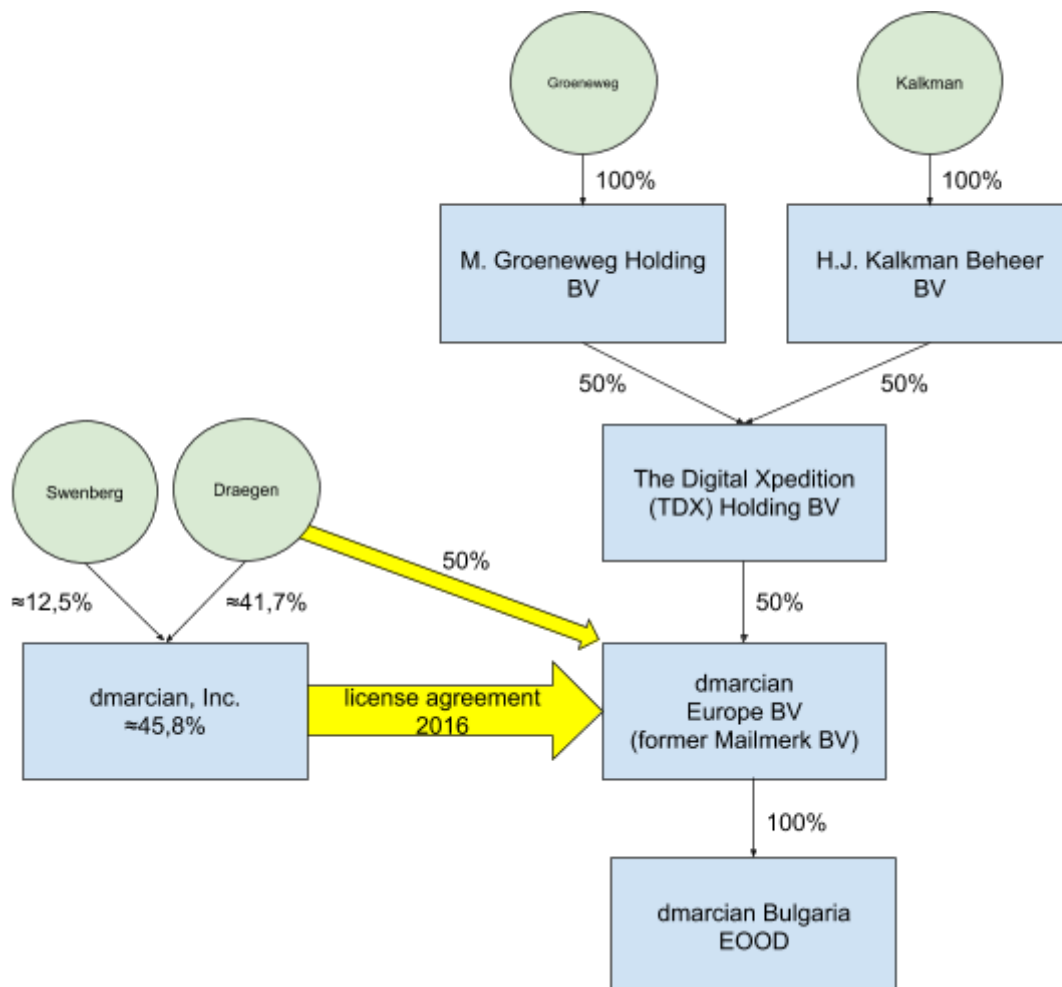
2018-07-12 // Tim exercised his option right

July 12, 2018 Tim exercised his option right to buy 50% of dmarcian Europe BV at a price of 1 euro based on the Agreement January 22, 2016.

Between January 22, 2016 and July 12, 2018 Chuck Swenberg became a partial owner of dmarcian, Inc.

November 1, 2018 dmarcian Europe BV founded dmarcian Bulgaria EOOD.

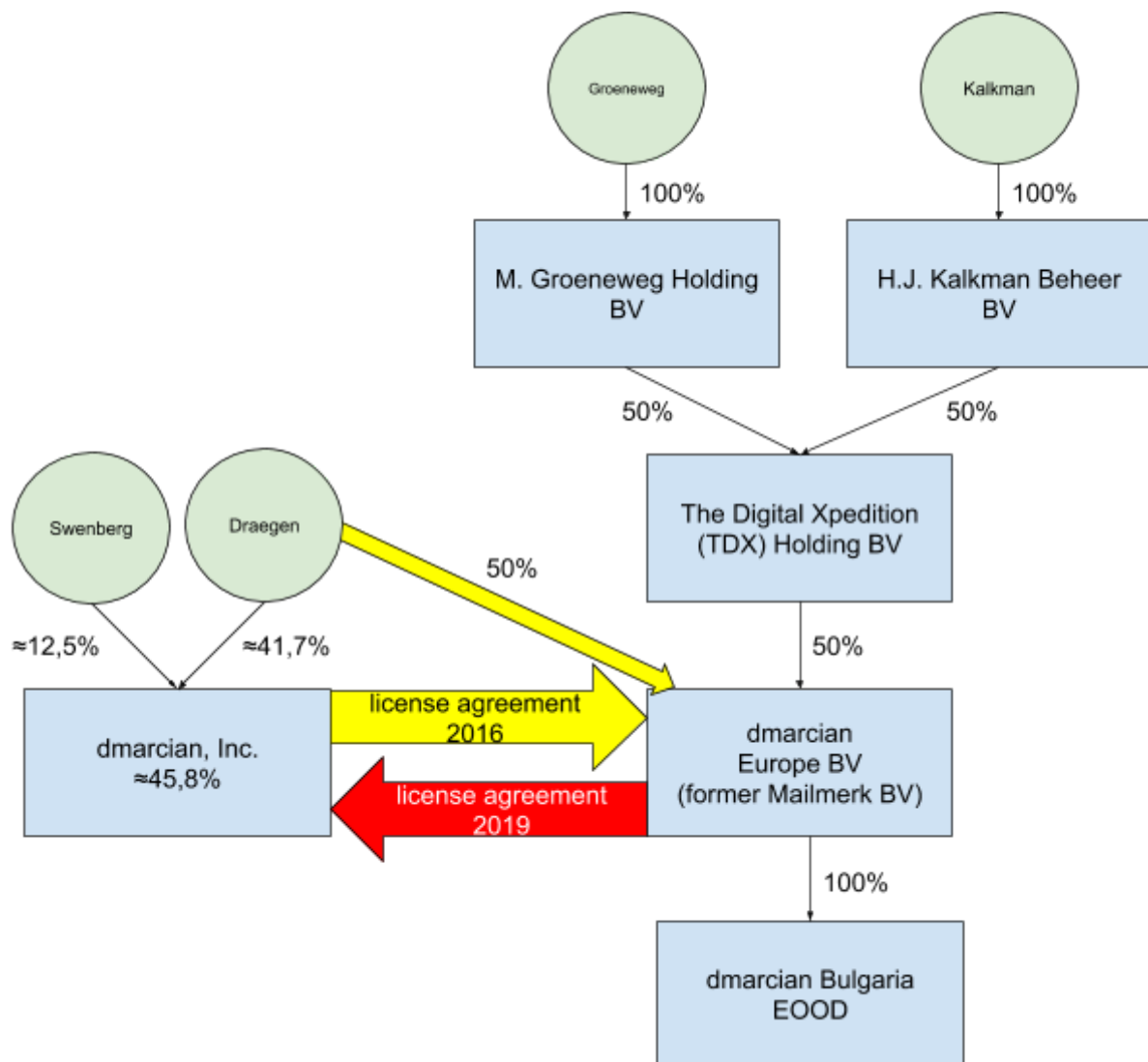
The current shareholder business structure of dmarcian, Inc and dmarcian Europe BV including the transactions above is as follows.



2019-11-29 // Lack of license agreement for dmarcian, Inc. and Dmarcian Asia Pacific Pty Ltd

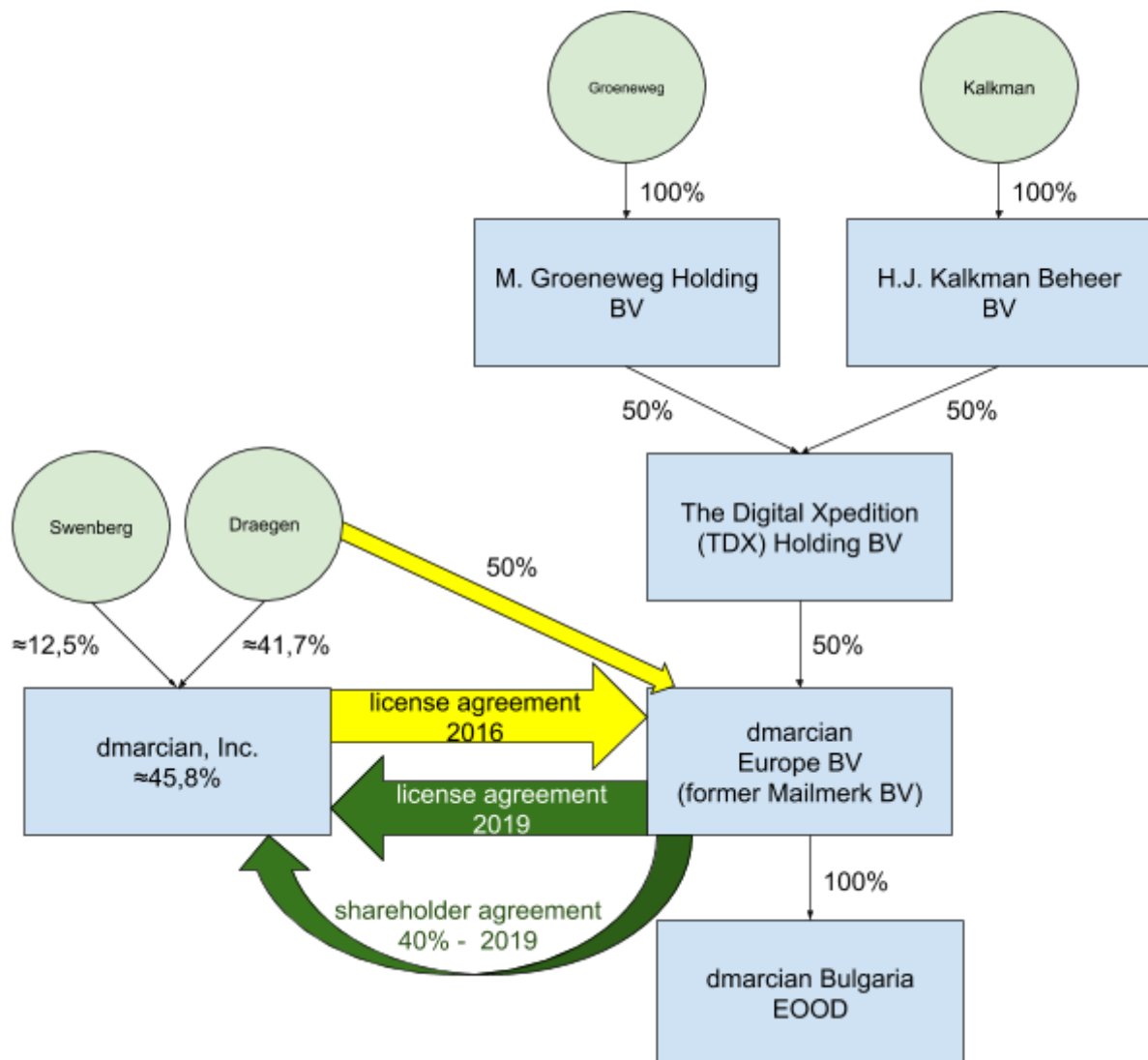
Since June 1, 2017 dmarcian Europe BV developed new software including but not limited to DMARC delegation. As this is new work, it does not fall within the scope of the existing agreements. As DMARC delegation is about to go live, this becomes an issue right now. Therefore, we need to come to an agreement under which conditions dmarcian, Inc. and Dmarcian Asia Pacific Pty Ltd can use the new software.

The problem we need to solve is marked by the red arrow in the image below.



2019-12-04 // Solution

A similar transaction as on January 22, 2016 makes the most sense. In that case dmarcian Europe BV gets a 40% stake in dmarcian, Inc which results in 20% additional shares for Tim in dmarcian, Inc. and 20% shares for The Digital Xpedition (TDX) Holding BV in dmarcian, Inc.



2019-2020 // Lawsuit Chuck Swenburg

The Digital Xpedition (TDX) Holding BV doesn't want to have the risk being dragged into the current lawsuit of Chuck Swenburg by getting an indirect shareholder position of 20% of the shares of dmarcian, Inc.

This problem can be solved as follows:

1. Shareholder agreement between dmarcian, Inc., dmarcian Europe BV, Tim and The Digital Xpedition (TDX) Holding BV which results in:
 - a. Tim gets 40% additional shares in dmarcian, Inc.
 - b. The Digital Xpedition (TDX) Holding BV gets 30% of the shares from dmarcian Europe BV from Tim.
 - c. *Optional*
The Digital Xpedition (TDX) Holding BV gets an option to buy 20% of the shares of dmarcian, Inc. from Tim at a price of 30% of the shares from dmarcian Europe BV owned by The Digital Xpedition (TDX) Holding BV.
2. License agreement between dmarcian Europe BV and dmarcian, Inc.
 - a. Perpetual and exclusive free license for SaaS Software from dmarcian Europe BV to dmarcian, Inc.
 - b. Both dmarcian, Inc. and dmarcian Europe BV will take care of software development at an equal level of investment.
 - c. All revenue generated from dmarcian customers from Russia, Europe and Africa will be dmarcian Europe BV revenue.
 - d. All revenue generated from dmarcian customers from Americas and APAC will be dmarcian, Inc. revenue.
 - e. Both dmarcian, Inc. and dmarcian Europe BV keep operating as separate entities under 1 brand.

The above solution is shown in the image below.

